

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

CITY OF PONTIAC GENERAL
EMPLOYEES' RETIREMENT SYSTEM,
Individually and on Behalf of All Others
Similarly Situated,

Plaintiff,

vs.

LOCKHEED MARTIN CORPORATION, et
al.,

Defendants.

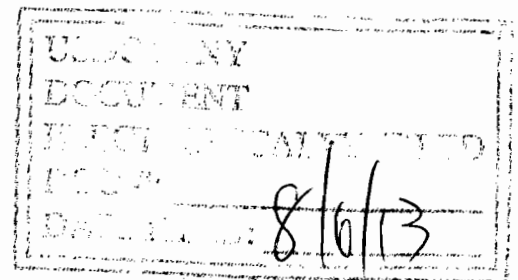
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: Civil Action No. 1:11-cv-05026-JSR

: CLASS ACTION

~~3~~ [PROPOSED] ORDER AWARDING
ATTORNEYS' FEES AND EXPENSES

X



This matter having come before the Court on June 4, 2013, on the motion of Lead Counsel for an award of attorneys' fees and expenses in the litigation, the Court, having considered all papers filed and proceedings conducted herein, having found the settlement of this Action to be fair, reasonable and adequate, and otherwise being fully informed in the premises and good cause appearing therefore;

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

1. This Order incorporates by reference the definitions in the Settlement Agreement dated February 15, 2013 and all capitalized terms used, but not defined herein, shall have the same meanings as set forth in the Settlement Agreement.

2. This Court has jurisdiction over the subject matter of this application and all matters relating thereto, including all members of the Class who have not timely and validly requested exclusion.

3. In the Order Approving Class Action Settlement dated July 23, 2013 (the "Order"), and confirmed in the Judgment entered on July 29, 2013, the Court awarded Lead Counsel attorneys' fees of 25% of the Settlement Fund, plus expenses in the amount of \$775,024.82. The Court found that the amount of fees awarded was appropriate and that the amount of fees awarded was fair and reasonable under the "percentage-of-recovery" method. The Order and Judgment also awarded \$2,264.20 to Lead Plaintiff City of Pontiac General Employees' Retirement System, pursuant to 15 U.S.C. §78-4(a)(4), for its time and expenses in representing the Class.

4. The fees and expenses shall be allocated among Lead Plaintiff's counsel in a manner which, in Lead Counsel's good-faith judgment, reflects each such counsel's contribution to the institution, prosecution, and resolution of the litigation.

5. One half of the awarded attorneys' fees and the entirety of the expenses, plus interest earned thereon, shall immediately be paid to Lead Counsel subject to the terms, conditions, and obligations of the Settlement Agreement, and in particular ¶7.2 thereof, which terms, conditions, and obligations are incorporated herein. The remaining fees and interest earned thereon shall be paid to Lead Counsel upon notification to the Court that claims administration is complete and the Net Settlement Fund has been distributed to Authorized Claimants.

IT IS SO ORDERED.

DATED: 8/5/13



THE HONORABLE JED S. RAKOFF
UNITED STATES DISTRICT JUDGE